

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Chapter 11

SureFunding, LLC,¹

Case No. 20-10953 (LSS)

Debtor.

**NOTEHOLDERS' EXHIBIT LIST FOR THE MAY 12, 2020 HEARING ON THE
MOTION OF THE NOTEHOLDERS TO DISMISS THE DEBTOR'S CHAPTER 11
CASE AND THE UNITED STATES TRUSTEE'S MOTION FOR AN ORDER
DISMISSING OR CONVERTING THIS CASE TO CHAPTER 7 OR
DIRECTING THE APPOINTMENT OF A TRUSTEE**

The Noteholders submit the attached Exhibit List for the May 12, 2020 hearing regarding (i) the Motion of the Noteholders to Dismiss the Debtor's Chapter 11 Case [D.I. 15]; and (ii) the United States Trustee's Motion for an Order Dismissing or Converting this Case to Chapter 7 or Directing the Appointment of a Trustee [D.I. 34].

The Noteholders may **introduce one or more of the exhibits listed on the chart attached hereto**. The Noteholders reserve the right to amend and/or supplement this Exhibit List at any time prior to the hearing. The Noteholders reserve the right to use additional exhibits for purposes of rebuttal or impeachment as appropriate. The Noteholders also reserve the right to rely upon and use as evidence: (i) exhibits included on the exhibit lists of any other party in interest; and (ii) any pleading, hearing transcript, or other document filed with the Court in this chapter 11 case.

¹ The last four digits of the Debtor's taxpayer identification number are 7898. The Debtor's headquarters and service address is 6671 Las Vegas Blvd., Suite 210, Las Vegas, NV 89119.

Dated: May 11, 2020

BLANK ROME LLP

By: s/ Stanley B. Tarr

Victoria A. Guilfoyle (No. 5183)

Stanley B. Tarr (No. 5535)

1201 N. Market Street, Suite 800

Wilmington, Delaware 19801

Telephone: (302) 425-6400

Facsimile: (302) 425-6464

Email: guilfoyle@blankrome.com

tarr@blankrome.com

-and-

Kenneth J. Ottaviano (*pro hac vice*)

William J. Dorsey (*pro hac vice*)

Paige B. Tinkham (*pro hac vice*)

444 West Lake Street, Suite 1650

Tel: (312) 776-2600

Fax: (312) 776-2601

Email: kottaviano@blankrome.com

wdorsey@blankrome.com

ptinkham@blankrome.com

Counsel for the Noteholders

No.	Name	Bates Number	Deposition Exhibit Number	Docket Number
1.	January 2018 email from Justin Abernathy to Neal Falkenberry	NF_005692		
2.	Third Amendment to the Note Purchase Agreement Dated January 11, 2019	SF002369-003092		
3.	SureFunding Promissory Notes Dated September 4, 2019			
4.	SureFunding LLC Side Letter dated January 16, 2019		Justin Abernathy Exhibit 4	
5.	2019 Q1 SureFunding LLC Portfolio Metrics	Noteholders_0000179/SF005901-005903	Jason Abernathy Exhibit 2	
6.	SureFunding Overview (April 2, 2019)	Noteholders_0000182	Justin Abernathy Exhibit 6 Jason Abernathy Exhibit 1	
7.	2019 Q2 SureFunding, LLC Portfolio Metrics	Noteholders_0000615/SF005904-005906	Justin Abernathy Exhibit 2	
8.	SureFunding, LLC Portfolio Non-Trade Pay Assets	Noteholders_0000241		
9.	SureFunding LLC Notes Outstanding as of September 30, 2019	Noteholders_0000198		
10.	Screenshots of Master Tracker of Trade Pay Factored Receivables	[Excel in Native]	Justin Abernathy Exhibit 3 Jason Abernathy Exhibit 4	
11.	Agent Fee and Contingent Management Agreement Between SureFunding LLC and Marketplace Capital Strategies Dated Jan. 1, 2016	Noteholders_0000220		
12.	February 23, 2020 Email from Justin Abernathy	Noteholders_0000476		
13.	Chart: Payment Delays for Paid Participations Prepared by Neal Falkenberry	Noteholders_0000488		

No.	Name	Bates Number	Deposition Exhibit Number	Docket Number
14.	Chart: Representative Flow of Funds for TradePAY Receivables	Noteholders_000 0490		
15.	MCS Agent Notice of Default-C1-TradePAY Default Notice	SF005864- 005865		
16.	January 7, 2020 Email from Neil Falkenberry	Noteholders_000 501		
17.	September 2019 Text Messages from Justin Abernathy	Noteholders_000 563	Justin Abernathy Exhibit 1	
18.	Noteholders' Motion to Appoint Receiver			
19.	Decision <i>Hatton et al. v. SureFunding, LLC</i> , Eighth Judicial District Court, Clark County, Nevada Case No. A-20-812651-B	SF006097- 006099		
20.	Order <i>Hatton et al. v. SureFunding, LLC</i> , Eighth Judicial District Court, Clark County, Nevada, Case No. A-20-812651-B			ECF No. 14 & 15, Exhibit B to Dorsey Declaration
21.	Summary of Disbursements and SureFunding Bank Statements	Noteholders_000 562		
22.	Teleconference Meeting of the Managers of SureFunding LLC dated April 13, 2020	SF005816, SF006179	Palmer Exhibit 5, 6	
23.	April 14, 2020 email from Ted Gavin to Justin Abernathy "Re: Engagement of Gavin Solmonese by SureFunding"	SF006142	Gavin Exhibit 3	

No.	Name	Bates Number	Deposition Exhibit Number	Docket Number
24.	April 10, 2020 Tamarack Assoc. Engagement Letter	SF005864, SF006166, SF003931- 003938	Palmer Exhibit 1, 2	
25.	April 13, 2020 Gavin Solmonese Engagement Letter	SF03920-003930		ECF: 24-3
26.	Second Amendment to Limited Liability Company Agreement of SureFunding LLC	SF005874- 005878	Palmer Exhibit 3	
27.	Unanimous Written Consent of the Managers of SureFunding, LLC		Palmer Exhibit 4	
28.	SureFunding's Bankruptcy Petition		Jason Abernathy Exhibit 5	ECF No. 1
29.	SureFunding's Initial Monthly Operating Report			ECF No. 47
30.	SureFunding's Bankruptcy Schedules and Statement of Financial Affairs			ECF No. 41
31.	Turner & Assoc. Letter	Noteholders_000 0492	Jason Abernathy Exhibit 3	
32.	May 7, 2020 Letter from Euler Hermes to SureFunding LLC, Policy Beneficiary re \$47,990,893 Claim			
33.	June 1, 2016 Email	Noteholders_000 643		
34.	Noteholder Support Documents			
35.	Deposition Transcript of Justin Abernathy			
36.	Deposition Transcript of Jason Abernathy			
37.	Deposition Transcript of Edward T. Gavin			
38.	Deposition Transcript of John Palmer			

No.	Name	Bates Number	Deposition Exhibit Number	Docket Number
39.	Deposition Transcript of Neal Falkenberry			
40.	Deposition Transcript of Michael Flanagan			